

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

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CITY OF ANN ARBOR EMPLOYEES'	:	Civil Action No. 08-CV-01418
RETIREMENT SYSTEM, et al., Individually	:	
and On Behalf of All Others Similarly Situated,	:	<u>CLASS ACTION</u>
	:	
Plaintiffs,	:	PROPOSED ORDER AWARDING
	:	ATTORNEYS' FEES AND EXPENSES
vs.	:	
	:	
CITIGROUP MORTGAGE LOAN TRUST	:	
INC., et al.	:	
	:	
Defendants.	:	
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FILED
INCL. 12/05/12
US DISTRICT COURT E.D.N.Y.
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LONG ISLAND OFFICE

This matter having come before the Court on the motion of Lead Counsel for an award of attorneys' fees and expenses incurred in the litigation, the Court, having considered all papers filed and proceedings conducted herein, having found the settlement of this action to be fair, reasonable and adequate, and otherwise being fully informed in the premises and good cause appearing therefore;

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. All of the capitalized terms used herein shall have the same meanings as set forth in the Stipulation of Settlement dated as of August 16, 2012 (the "Stipulation"), and filed with the Court.

2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto, including all members of the Settlement Class who have not timely and validly requested exclusion.

3. The Court hereby awards Lead Counsel attorneys' fees of \$5.1 million from the Settlement Fund, plus interest thereon as defined in the Stipulation, plus litigation expenses in the amount of \$804,428.39, together with the interest earned thereon for the same time period and at the same rate as that earned on the Settlement Fund until paid. The Court finds that the amount of fees awarded is fair and reasonable under both the "percentage-of-recovery" method and the "lodestar cross check" method.


4. The fees and expenses shall be allocated among plaintiffs' counsel in a manner which, in Lead Counsel's good-faith judgment, reflects each such counsel's contribution to the institution, prosecution, and resolution of the litigation.

5. Pursuant to 15 U.S.C. §77z-1(a)(4), the Court awards Lead Plaintiffs Greater Kansas City Laborers Pension Fund and City of Ann Arbor Employees' Retirement System \$16,035.68 and \$2,000.00, respectively, for their time and expenses in representing the Class.

6. The awarded attorneys' fees and expenses and interest earned thereon shall immediately be paid to Lead Counsel subject to the terms, conditions, and obligations of the Stipulation, and in particular paragraph 17 thereof, which terms, conditions, and obligations are incorporated herein.

IT IS SO ORDERED.

DATED: 12/5/12
Central Islip, New York


THE HONORABLE LEONARD D. WEXLER
UNITED STATES DISTRICT JUDGE